

## **EXHIBIT G**

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS  
*a professional corporation*

Tax I.D.  
Suite 100 150 West Jefferson  
Detroit, Michigan 48226  
T: 313 225 7000 F: 313 225 7080  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 25, 2009

Invoice No. 8442030

Account Number: 000141216-0001

**(Privileged and Confidential Information)**

Matter Description: GENERAL ADVICE

Professional Services				
Timekeeper				Total

Shareholder				
Barry N. Seidel	6.80	hours at	\$725.00	\$4,930.00
Total For Shareholder	6.80			\$4,930.00

Disbursements	
Description	Total
Copies	\$25.38
Total Disbursements	\$25.38

Current Fees	4,930.00
Current Disbursements	25.38
Total Current Invoice	4,955.38
Total Balance Due	\$4,955.38

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 25, 2009

Account Number: 000141216-0001

Invoice No. 8442030

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2009**

**RE: GENERAL ADVICE**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/29/09	BNS	Participate on FTI call regarding GM business plan.	0.60
07/06/09	BNS	Participate on board interview conference calls.	1.00
07/07/09	BNS	Telephone conference with R. Schmidt regarding Old GM director candidates (0.2); telephone conference with L. Singleton regarding same (0.6); telephone conference with A. Jacobs regarding board seat (0.4).	1.20
07/08/09	BNS	Review BJ Gerber decision on stay.	0.80
07/08/09	BNS	Participate on committee conference call regarding selection of board member for Old GM (2.5); resumed at 3:30-4:00 (0.5).	3.00
08/13/09	BNS	Review committee e-mail regarding status of wind down.	0.20
<b>TOTAL HOURS</b>			<b>6.80</b>

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GENERAL MOTORS CORPORATION

September 25, 2009

Invoice No. 8442031

Account Number: 000141216-0002

**(Privileged and Confidential Information)**

Matter Description: RETENTION OF BUTZEL LONG

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	34.90	hours at	\$525.00	\$18,322.50
Barry N. Seidel	13.80	hours at	\$725.00	\$10,005.00
Total For Shareholder	48.70			\$28,327.50
Associate				
Orlee Goldfeld	30.60	hours at	\$360.00	\$11,016.00
Total For Associate	30.60			\$11,016.00
Of Counsel				
Robert Sidorsky	0.10	hours at	\$535.00	\$53.50
Total For Of Counsel	0.10			\$53.50

Disbursements	
Description	Total
Secretarial Services	\$84.23
Service Fees	\$12.50
EPIQ Invoice	\$11,299.69
Travel Expenses	\$94.50
Meal Expenses	\$6.61
<b>Total Disbursements</b>	<b>\$11,497.53</b>

Current Fees	\$39,397.00
Current Disbursements	\$11,497.53
Total Current Invoice	\$50,894.53
<b>Total Balance Due</b>	<b>\$50,894.53</b>

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Invoice No. 8442031

Account Number: 000141216-0002

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**PROFESSIONAL SERVICES posted through August 31, 2009**

**RE: RETENTION OF BUTZEL LONG**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/12/09	BNS	Discuss with O. Goldfeld (0.1) and R. Sidorsky (0.1).	0.20
06/12/09	OG	Conference with Barry Seidel concerning drafting retention application for employment as Special Counsel to the Creditors' Committee (0.1); online legal research in connection therewith (0.3); obtaining copy of bid procedures order for Mr. Seidel and Rob Sidorsky (0.1).	0.50
06/12/09	RS	Discuss with B. Seidel and O. Goldfeld (0.1).	0.10
06/15/09	E.F.	Meet with Goldfeld regarding retention application.	0.40
06/15/09	E.F.	Draft retention application.	3.10
06/15/09	BNS	Attention to preparation of retention application and conflict issues.	1.80
06/15/09	OG	Meet with E. Fisher re retention application (0.4).	0.40
06/16/09	E.F.	Confer with Goldfeld regarding application for retention, declaration, and proposed order.	0.50
06/16/09	E.F.	Draft declaration and retention application.	2.50
06/16/09	E.F.	Draft and revise application for retention, declaration and proposed order (1.6);	1.90

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Account Number 000141216-0002

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		conference with B. Seidel re: same (0.3).	
06/16/09	BNS	Attention to preparation of Butzel Long retention application (1.1); review KL application (0.2) and telephone conference with J. Sharret (0.1); conference with E. Fisher regarding same (0.3); telephone conference with G. Novod regarding same (0.2).	1.90
06/16/09	BNS	Review draft of Butzel Long retention application and related papers.	1.30
06/16/09	OG	Assistance with drafting retention application (1.0); review of e-mail messages concerning conflict checking procedures for Checklist Parties (0.1); preparation of revisions to draft notice, application, declaration, and proposed order (4.9); conferences with Eric Fisher in connection therewith (0.5).	6.50
06/17/09	E.F.	Meet with Goldfeld regarding Master Retention Checklist and conflict check.	0.50
06/17/09	E.F.	Draft Seidel declaration and application for retention.	10.80
06/17/09	E.F.	Teleconferences with Wynne regarding Master Retention Checklist and conflict checks.	0.40
06/17/09	E.F.	Meet with Seidel and Goldfeld regarding Master Retention Checklist and conflict check.	0.50
06/17/09	BNS	Review KL retention application and revise Butzel Long retention application (0.3); meet with E. Fisher and O. Goldfeld (0.5).	0.80
06/17/09	BNS	Attention to process for obtaining committee approval for application and service.	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/17/09	OG	Drafting revisions to notice and proposed order (0.3); conferences with Barry Seidel and Eric Fisher in connection therewith (0.5); preparation of extensive revisions to schedule of current clients represented in the GM bankruptcy (3.2); conferences with the members of the accounting department to identify clients that may have attributed to 1% or more of the firm's revenues for 2008 (0.5); preparation of e-mail message to Jennifer Sharret at Kramer Levin concerning its notice of hearing (0.1); review of the GM docket and filings contained therein (0.3); several conferences with Eric Fisher concerning revisions to draft retention application and schedules of checklist parties and supplier clients represented in the GM case (0.5); preparation of further revisions to draft notice application, and proposed order (3.0).	8.40
06/18/09	E.F.	Review and revise retention application.	5.50
06/18/09	E.F.	Meetings with Seidel regarding retention application.	0.50
06/18/09	E.F.	Due diligence work in connection with conflict check and disclosure schedules.	2.10
06/18/09	BNS	Review revised draft of Butzel Long retention papers and conflict report (2.2); discuss with E. Fisher (0.5).	2.70
06/18/09	OG	Review of comments by Barry Seidel and Eric Fisher on draft retention application (0.2); preparation of revisions to draft Schedule 2 of clients represented in GM case (1.5); preparation of additional revisions to Schedule 3 of Checklist	5.00

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		Parties (0.8); preparation of revisions to retention application, including notice, application, declaration, and order (1.4); review of e-mail message to Epiq Systems regarding procedure for service of retention application (0.1); preparation of further revisions to draft schedules (1.0).	
06/19/09	E.F.	Revisions to Seidel declaration and schedules.	1.10
06/19/09	BNS	Further attention to Butzel Long retention papers (0.5) and solicit for comments regarding same (0.2); make revisions (0.3).	1.00
06/19/09	OG	Obtaining copies of fee guidelines published by the US Trustee's Office, as well as by the Southern District of New York (0.2); transmission of same to Eric Fisher (0.1); review of comments on draft retention application by Matt Williams of Gibson Dunn (0.1); preparation of revisions to draft retention application to incorporate Mr. Williams' comments (0.2); e-mail communications to Mr. Fisher concerning timing of filing and whether the Trustee's comments have been received (0.1); e-mail correspondence to Barry Seidel in connection therewith (0.1); preparation of further modifications to schedules of supplier clients represented in GM case (0.4).	1.20
06/22/09	OG	Preparation of minor revisions to draft application and draft schedule 2.	0.10
06/24/09	E.F.	Revisions to retention application.	0.30
06/24/09	BNS	Follow-up with US Trustee's Office (0.1); telephone conference with UST (Andy Velez) regarding Butzel Long retention application (0.3)	0.50



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		and memo to E. Fisher regarding same (0.1).	
06/24/09	OG	Review of e-mail message from Barry Seidel concerning the comments of the US Trustee (0.1); review of e-mail message from Eric Fisher concerning incorporating same and additional materials into retention application; preparation of e-mail message to Mr. Fisher (0.1).	0.20
06/25/09	E.F.	Draft and revise documents for retention application (1.2); conference with O. Goldfeld re: retention application (0.2).	1.40
06/25/09	OG	Conference with Eric Fisher concerning revisions to draft retention application (0.2); preparation of minor revisions to retention application (0.2); obtaining copy of Smart World decision by the Second Circuit (0.1); analysis thereof and conference with Mr. Fisher in connection therewith (0.4); telephone call with Elise Frejka of Kramer Levin concerning project categories for fee application (0.1).	1.00
06/28/09	BNS	Review revised BL retention paper.	0.30
06/29/09	E.F.	Revise retention application.	1.80
06/29/09	E.F.	Conference with Seidel regarding revisions to retention application.	0.40
06/29/09	BNS	Attention to finalizing BL retention papers (0.5); conference with E. Fisher regarding same (0.4).	0.90
06/29/09	OG	Telephone call with Elise Frejka of Kramer Levin concerning project categories.	0.20
06/30/09	E.F.	Teleconferences with Goldfeld regarding retention application.	0.30

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/30/09	E.F.	E-mails with Committee counsel and Wilmington Trust regarding retention application.	0.20
06/30/09	E.F.	Revise and finalize retention application.	0.70
06/30/09	BNS	Review final draft (0.2); discuss with Wilmington Trust and M. Williams (Gibson Dunn) (0.2).	0.40
06/30/09	OG	Attention to revised draft retention application including confirming that all revisions are included therein and proofread same for accuracy including schedules (2.5); arranging for red-lined versions thereof (0.2); review of same for accuracy (0.5); transmission of same to Eric Fisher (0.1); e-mail correspondence to Mr. Fisher and Barry Seidel in connection therewith (0.2); e-mail correspondence with Epiq concerning service (0.2); several conferences with Mr. Fisher (0.3); several telephone calls with Epiq concerning service tonight (0.2); preparation of revisions to retention application (1.7); arranging for preparation of pdf versions thereof for service and filing (0.1); transmission of same to Epiq (0.1); filing application and Notice of Hearing with the Court (0.2).	6.30
07/01/09	OG	Review of e-mail message from Eric Fisher to Epiq Systems concerning service of retention application; preparation of e-mail message to Mr. Fisher in connection therewith.	0.10
07/02/09	BNS	Telephone conference with A. Velez regarding comments to BL retention.	0.20
07/02/09	OG	Review of e-mail message from Sidney Garabato concerning affidavit of service of retention application; preparation of e-mail message to	0.20

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		Mr. Garabato concerning filing same with the Court; preparation of e-mail message to Barry Seidel and Eric Fisher in connection therewith (0.1); arranging for ECF filing with the Bankruptcy Court of Mr. Garabato's Affidavit of Service (0.1).	
07/08/09	OG	Telephone call with Helene Blum concerning transmission of courtesy copy of application materials to Judge Gerber (0.1); drafting letter enclosing same (0.3); conference with Eric Fisher concerning parties to be copied on letter to Judge Gerber (0.1).	0.50
07/10/09	BNS	Telephone conference with G. Novod regarding application to retain Butzel Long and hearing on 7/14.	0.10
07/13/09	BNS	Prepare for and attend hearing on BL retention.	1.00
<b>TOTAL HOURS</b>			<b>79.40</b>

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GENERAL MOTORS CORPORATION

September 25, 2009

Invoice No. 8442033

Account Number: 000141216-0003

**(Privileged and Confidential Information)**

Matter Description: SUPPLIER ISSUES

Professional Services				
Timekeeper				Total

Shareholder				
Thomas B. Radom	3.10	hours at	\$475.00	\$1,472.50
Barry N. Seidel	42.00	hours at	\$725.00	\$30,450.00
Total For Shareholder	45.10			\$31,922.50

Sr. Attorney				
William J. Kohler	7.90	hours at	\$410.00	\$3,239.00
Total For Sr. Attorney	7.90			\$3,239.00

Disbursements	
Description	Total
Copies	\$139.14
<b>Total Disbursements</b>	<b>\$139.14</b>

Current Fees	35,161.50
Current Disbursements	139.14
Total Current Invoice	35,300.64
<b>Total Balance Due</b>	<b>\$35,300.64</b>

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September 25, 2009

Account Number 000141216-0003

Invoice No. 8442033

**PROFESSIONAL SERVICES posted through August 31, 2009**

**RE: SUPPLIER ISSUES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/12/09	BNS	Conference with W. Kohler regarding supplier issues and preparation for call with K. Levin (Schmidt) (0.3); telephone conference with Schmidt and Novod (11:30-12:30) (1.0); follow-up with W. Kohler (0.3).	1.60
06/12/09	WJK	Reviewed trade agreement, order pertaining to assumption of contracts and cure amounts, and cure dispute resolution description (0.3); conferences with B. Seidel re: supplier issues (0.6); prepared detailed memo to Barry Seidel re supplier issues relating to assumption of contracts and cure amounts and potential for addressing additional supplier issues (1.0).	1.90
06/15/09	BNS	Review bid procedures in preparation for 9 am call with K. Levin (1.1); telephone conference with B. Kohler regarding preparation for 9 am call (0.3); telephone conference with R. Schmidt, G. Novod, B. Kohler regarding supplier issues regarding assumption/assignment (0.8).	2.20
06/15/09	WJK	Prep for and conf call with Gordon Novod and Bob Schmidt re supplier issues relating to assumption of contracts and cure amounts (0.8); conference with B. Seidel re: same (0.3).	1.10
06/16/09	BNS	Draft e-mail to Smolinsky regarding supplier issues (0.6) and consider A. Rogoff response (0.1).	0.70
06/16/09	WJK	Conf call with Gordon Novod re supplier issues	0.90

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September 25, 2009

Invoice No. 8442033

Account Number 000141216-0003

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		relating to assumption of contracts and cure amounts	
06/17/09	BNS	Participate on committee call (11-2).	3.00
06/17/09	BNS	Arrange meeting with supplier subcommittee.	0.30
06/17/09	WJK	Participation in conf call of counsel to creditors' committee	3.00
06/18/09	TBR	Prepare for supplier sub-committee conference call regarding supplier issues (.50); conference call with supplier sub-committee regarding supplier issues (1.0).	1.50
06/18/09	BNS	Preparation for conference call with subcommittee of suppliers (2-3).	1.00
06/18/09	WJK	Participated in conf call re supplier issues pertaining to assumption of contracts and cure amounts	1.00
06/19/09	TBR	Conference call with supplier sub-committee, FTI, AlixPartners, GM representative and counsel regarding supplier issues.	1.00
06/19/09	BNS	Participate on conference call with GM regarding website and cure amounts and issues regarding suppliers (4-4:45) (0.8); follow-up with T. Radom (0.2).	1.00
06/22/09	BNS	Respond to R. Schmidt email regarding suppliers and assumption assignment process and GM discussions (0.3); compare Chrysler protocol (0.4).	0.70
06/25/09	BNS	Attention to review of pleadings regarding supplier issues.	1.40

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Account Number 000141216-0003

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/26/09	TBR	E-mails to B. Seidel regarding assignment of supplier contracts (.40); review Seidel e-mail to R. Weiss regarding supplier contracts (.20).	0.60
06/26/09	BNS	Participate on committee conference call regarding issues including 363 sale and supplier issues (0.5).	0.50
06/26/09	BNS	Telephone conference with S. O'Neil regarding assumption and assignment issues (0.4); conference call with Denso and R. Shapiro (0.4); telephone conference with A. Rogoff (0.5); draft email to B. Weiss regarding assumption of all supplier agreements (0.3); follow-up discussion with L. Lis (0.2); telephone conference with J. Smolinsky regarding same (0.5); further consideration of supplier issues and sale order (1.0).	3.30
06/27/09	BNS	Review sale order and synthesize comments from committee (1.3); telephone conference with J. Smolinsky regarding proposed revisions (0.6); draft language to add to proposal sale order (1.6).	3.50
06/28/09	BNS	Further attention to sale order (0.7); extended telephone conference with J. Smolinsky regarding revisions to order regarding assumption/assignment of contracts (1.1).	1.80
06/29/09	BNS	Further attention to review of revised sale order and objections to 363 sale (2.1); participate on committee 5 pm conference call regarding status of sale (1.1).	3.20
06/30/09	BNS	Attend GM 363 sale hearing (10-8) (4.0); conference with J. Smolinsky regarding sale	5.10

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		order; review sale order (0.7) and discuss with G. Novod (0.4).	
07/01/09	BNS	Attention to revised sale order regarding contract assumption/assignment issues.	0.50
07/01/09	BNS	Attend continued hearing regarding §363 sale (9:30-6:30).	3.50
07/02/09	BNS	Follow-up with J. Smolinsky regarding status of sale order (0.2); prepare for call with J. Smolinsky regarding open issues (0.6); telephone conference with J. Smolinsky regarding sale order changes (0.6).	1.40
07/03/09	BNS	Review revised draft sale order and provide comments to Kramer Levin (1.4); telephone conference with G. Novod regarding S. Zarowny e-mail regarding sale order (0.3); draft further language to address withdrawal of objections (0.4); further discussion with J. Smolinsky regarding issues in sale order and agreement on contract issues for assumption process (1.0).	3.10
07/06/09	BNS	Review B.J. Gerber decision and sale order to make sure supplier revisions and assumption process were addressed.	1.00
07/07/09	BNS	Telephone conference with S. Zarowny regarding contracts regarding Hummer (0.2); telephone conference with J. Smolinsky regarding same (0.3); telephone conference with Matt Michael regarding same (0.2); e-mail to Zarowny and Lis regarding same (0.2); conference call with Zarowny and Lis regarding same (0.6).	1.50



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Invoice No. 8442033

Account Number 000141216-0003

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/08/09	BNS	Telephone conference with Anna Phillips regarding assumption of contracts regarding discontinued brands.	0.20
07/21/09	BNS	Conference call with FTI (Tully, FTI, Rogoff) regarding supplier issues and assumption of contracts (0.7); review FTI report regarding claims (0.4).	1.10
07/22/09	BNS	Telephone conference with J. Smolinsky regarding status of assumption and assignment.	0.40
<b>TOTAL HOURS</b>			<b>53.00</b>

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UNSECURED CREDITORS COMMITTEE OF  
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September 25, 2009

Invoice No. 8442036

Account Number: 000141216-0006

**(Privileged and Confidential Information)**

Matter Description: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total
Shareholder				
E. Dale Wilson	6.60	hours at	\$285.00	\$1,881.00
Eric Fisher	67.40	hours at	\$525.00	\$35,385.00
Barry N. Seidel	35.00	hours at	\$725.00	\$25,375.00
Total For Shareholder	109.00			\$62,641.00
Associate				
Katie L. Cooperman	138.20	hours at	\$350.00	\$48,370.00
Orlee Goldfeld	6.60	hours at	\$360.00	\$2,376.00
Total For Associate	144.80			\$50,746.00
Of Counsel				
Robert Sidorsky	4.90	hours at	\$535.00	\$2,621.50
Total For Of Counsel	4.90			\$2,621.50
Summer Assoc.				
Andre Garron	5.30	hours at	\$175.00	\$927.50
Max Heuer	1.00	hours at	\$175.00	\$175.00
Total For Summer Assoc.	6.30			\$1,102.50
Paralegal II				
Deanna Mejia	6.20	hours at	\$140.00	\$868.00
Total For Paralegal II	6.20			\$868.00
Paralegal III				
Michelle Ann Pleban	5.20	hours at	\$155.00	\$806.00
Total For Paralegal III	5.20			\$806.00

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Account Number: 000141216-0006

**(Privileged and Confidential Information)**

Paralegal II				
Frederick Capria	34.40	hours at	\$235.00	\$8,084.00
Total For Paralegal II	34.40			\$8,084.00

Disbursements	
Description	Total
Copies	\$268.92
Computer Research	\$7,940.81
Filing Fees	\$250.00
Service Fees	\$109.00
Travel Expenses	\$189.50
Meal Expenses	\$168.60
<b>Total Disbursements</b>	<b>\$8,926.83</b>

Current Fees:	126,869.00
Current Disbursements:	8,926.83
Total Current Invoice:	135,795.83
<b>Total Balance Due:</b>	<b>\$135,795.83</b>

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**PROFESSIONAL SERVICES posted through August 31, 2009**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/16/09	EDW	Receipt and review of correspondence from Barry Seidel (.5); receipt and review of correspondence from counsel (.6); review termination and UCC filings (.8); preparation of correspondence (.4).	2.30
07/16/09	E.F.	Call with Kramer Levin, Wilson and Seidel regarding prepetition liens.	0.50
07/16/09	E.F.	Meet with Seidel regarding work plan with regard to prepetition lien issue.	0.30
07/16/09	E.F.	Meet with Cooperman regarding legal research concerning lien issue.	0.50
07/16/09	E.F.	Review results of legal research regarding lien issue.	0.20
07/16/09	BNS	Review materials regarding UCC-3 termination statement in preparation for 10 am call (0.4); conference call with A. Katz regarding UCC-3 (0.5); subsequent telephone conference with A. Caton regarding lien issues (0.3); meet with E. Fisher re: lien issues (0.3).	1.50
07/16/09	KLC	Meeting with E. Fisher re: legal research concerning lien issue (0.5); review e-mails from Kramer Levin re: same (0.4); legal research re: UCC and lien issue (3); correspondence to E.	4.10

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		Fisher re: summary research (0.2)	
07/17/09	E.F.	Review term loan documents (0.2).	0.20
07/17/09	E.F.	Draft and send action plan to Seidel regarding potential claims against lenders.	0.80
07/17/09	KLC	Research UCC perfection re: DE and NY (3.3); review final DIP order and exhibits (0.5); review Gordon affidavit and exhibits (0.6)	4.40
07/19/09	KLC	Prepare summary of research re: perfection issue (3.6); review Kramer Levin collateral memos (0.3)	3.90
07/20/09	E.F.	Meet with Seidel regarding term loan issue.	0.30
07/20/09	E.F.	Meet with Cooperman regarding legal research concerning UCC termination research.	0.30
07/20/09	E.F.	Review results of legal research.	0.30
07/20/09	BNS	Attention to work plan for lien analysis (1.2); review memos from Kramer Levin and E. Fisher (0.4); e-mail to R. Toder regarding extension of Challenge Period (0.3); telephone conference with J. Sharett regarding committee meeting and lien investigation (0.1); meet with E. Fisher re: term loan issue (0.3).	2.30
07/20/09	KLC	Draft memorandum including black letter and case law re: perfection issue (7.6); meeting with E. Fisher re: memo (0.3)	7.90
07/20/09	MH	Formatted cases and statutes into proper BlueBook long and short form and sent results to K. Cooperman.	1.00
07/21/09	E.F.	Draft memorandum to Committee regarding termination statement.	3.90

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07/21/09	E.F.	Review results of research regarding termination.	0.50
07/21/09	E.F.	Meet with Cooperman regarding termination statement research and adversary complaint.	0.50
07/21/09	E.F.	Meet with Seidel regarding adversary proceeding and extension of challenge deadline.	0.50
07/21/09	E.F.	E-mails with Kramer Levin regarding Mayer Brown affidavit.	0.20
07/21/09	BNS	Consider strategy regarding lien investigation (0.8); telephone conference with T. Mayer regarding timing (0.1); conference with E. Fisher (0.3); telephone conference with A. Gottfried and R. Toder regarding extension of time (0.2); follow-up e-mails and discussions regarding plan of action (1.3).	2.70
07/21/09	KLC	Revise memo (1.8); meeting with E. Fisher re: adversary complaint (0.5); research burden issue (2.4); research adversary complaint (2)	6.70
07/22/09	E.F.	Meet with Cooperman regarding legal research concerning voiding of prepetition lender's security interest.	0.60
07/22/09	E.F.	Review results of legal research regarding voiding of prepetition lender's security interest.	1.50
07/22/09	E.F.	Draft and revise legal research memorandum to committee regarding unperfected security interest on term loan.	2.20
07/22/09	BNS	Further consideration to strategy regarding UCC-3 (0.8).	0.80

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07/22/09	KLC	Meeting with E. Fisher re: research concerning voiding of prepetition lenders' security interest (0.6); revise memo re: same (6); research NY state cases re: termination statement (1.3); draft adversary complaint (6.7)	14.60
07/23/09	E.F.	Meet with Seidel and Sidorsky to review legal research regarding memorandum concerning unperfected security interest.	0.60
07/23/09	E.F.	E-mails with Kramer Levin regarding Wood affidavit and term loan.	0.20
07/23/09	E.F.	Review results of legal research on agency issues and trustee lien issue.	1.20
07/23/09	E.F.	Revise adversary complaint concerning unperfected security interest.	2.30
07/23/09	E.F.	Revise memorandum to committee.	0.90
07/23/09	BNS	Review draft memos (0.5); and attention to UCC-3 termination statement issues (1.7) and conference with E. Fisher and R. Sidorsky regarding same (0.6); additional analysis of UCC-3 legal issues and strategy (0.9).	3.50
07/23/09	KLC	Revise adversary complaint (3.2); agency research concerning principal liability for agent acts outside scope of authority (4); research concerning defendants to name in adversary complaint (3.3)	10.50
07/23/09	RS	Office conference with B. Seidel and E. Fisher regarding claim against lenders (.6); review memo and draft complaint (.9).	1.50
07/24/09	EDW	Receipt and review of correspondence from	4.30

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		counsel (.4); receipt and review of UCC filing termination and other information (.6); conduct legal research regarding effect of unauthorized UCC termination filing (2.7); preparation of memorandum; several teleconferences with Katie Cooperman (.4); preparation of correspondence (.2).	
07/24/09	E.F.	Review and revise memorandum to Committee regarding unperfected security interest.	0.90
07/24/09	E.F.	Meet with Seidel and Cooperman regarding memorandum to Committee regarding unperfected security interest.	0.40
07/24/09	E.F.	Review memorandum from Wilson regarding UCC issues.	0.30
07/24/09	E.F.	Review results of legal research regarding 544(a).	0.40
07/24/09	E.F.	Conference with Sidorsky regarding draft adversary complaint.	0.30
07/24/09	E.F.	Conference with Cooperman regarding parties to be named as defendants in adversary complaint.	0.20
07/24/09	BNS	Additional thought and attention to memo of committee regarding UCC-3 (1.6); review cases (0.7); revisions to memo (0.5); e-mail to Morgan Lewis regarding extension (0.1); conference with K. Cooperman and E. Fisher regarding analysis (0.4); conference with R. Sidorsky regarding analysis (0.3).	3.60
07/24/09	BNS	Review and finalize memo to UCC regarding termination statement.	2.60



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07/24/09	KLC	Revise introduction and memorandum from Butzel to Creditors' Committee (3.1); meeting with Seidel and Fisher re: same (0.4); telephone calls with D. Wilson re: same (0.4); revise adversary complaint to include all potential defendants (2.2); meeting with Fisher re: same (0.2); review term loan agreement re: potential defendants (0.5).	6.80
07/24/09	RS	Office conference with B. Seidel (.4); telephone conference with K. Cooperman and D. Wilson regarding UCC perfection issues (.4); office conference with E. Fisher (.3); review memo from D. Wilson (.2).	1.30
07/24/09	AG	Researching issue of principal's liability when an agent acts outside the scope of authority	5.30
07/26/09	KLC	Review agency cases from A. Garron	1.00
07/27/09	E.F.	Review and revise draft adversary complaint.	1.90
07/27/09	E.F.	Review results of legal research regarding causes of action for adversary proceeding.	0.90
07/27/09	E.F.	Teleconference with J. Sharret at Kramer Levin regarding advice to Committee on prepetition loan.	0.20
07/27/09	E.F.	Meet with Cooperman regarding memorandum to Committee regarding term loan.	0.60
07/27/09	E.F.	Review and revise term loan memorandum.	1.20
07/27/09	E.F.	Meet with Seidel regarding term loan issues.	0.50
07/27/09	E.F.	Review results of legal research regarding ability to amend complaint to add proper parties.	1.60

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/27/09	E.F.	Draft e-mail memorandum regarding amendment of complaint to add parties.	0.50
07/27/09	BNS	Consider Cooperman e-mail regarding identifying potential defendants (0.3); draft e-mails requesting list of GM term lenders to WG&M and Morgan Lewis (0.4); conference with E. Fisher regarding defendants and strategy (0.5).	1.20
07/27/09	OG	Relation back under F.R.C.P. 15(c) online legal research (1.9); conference with Rob Sidorsky concerning amendment of pleading (0.4); analysis of legal authorities (2.5); drafting memorandum concerning Rule 15(c) and authorities from the Southern District of New York (1.7); preparation of e-mail messages to Mr. Fisher in connection therewith (0.1).	6.60
07/27/09	KLC	Office conference with E. Fisher re: term loan memo (0.6); research pleading avoidance in adversary complaint (2.7); review collateral review memo re: undisputed debt (0.7); correspondence to E. Fisher re: FTI valuation (0.3); revise memo per Kramer Levin comments (0.6); revise complaint regarding defendants (3); research defendant entity information (5)	12.90
07/27/09	RS	Office conference with O. Goldfeld regarding relation back issues (.4); email from E. Fisher (.3).	0.70
07/28/09	E.F.	Revise draft adversary complaint.	2.20
07/28/09	E.F.	Review results of legal research regarding claims.	0.90
07/28/09	E.F.	Meet with Cooperman and Sidorsky regarding claims.	0.50

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07/28/09	E.F.	Meet with Seidel regarding claims.	0.50
07/28/09	E.F.	E-mails with Kramer Levin regarding adversary complaint.	0.20
07/28/09	E.F.	Teleconference with Morgan Lewis regarding identity of term loan lenders.	0.20
07/28/09	E.F.	Review results of legal research regarding discovery schedule and possibility of pursuing Rule 2004.	1.90
07/28/09	BNS	Further consideration to issues arising in connection with complaint against term lenders (2.2); meet with E. Fisher re: claims (0.5).	2.70
07/28/09	KLC	Office conference with E. Fisher and R. Sidorsky re: claims (0.7); revise complaint re: additional claims for relief (7.5); research regarding recovery of proceeds from DIP facility (3.5)	11.70
07/28/09	RS	Office conference with E. Fisher and K. Cooperman regarding draft complaint.	0.50
07/29/09	E.F.	Legal research in connection with pleading issues for adversary complaint.	3.40
07/29/09	E.F.	Teleconference with FTI and Seidel regarding value of collateral.	1.00
07/29/09	E.F.	Meet with Cooperman regarding revisions to complaint.	1.40
07/29/09	E.F.	Meet with Seidel regarding revisions to complaint.	1.20
07/29/09	E.F.	Teleconference with Caton and Sharret regarding status of complaint.	0.30

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07/29/09	E.F.	Review schedules provided by Weil Gotshal.	0.30
07/29/09	E.F.	Review case management order regarding adversary proceedings.	0.20
07/29/09	E.F.	Meet with Capria regarding commencement of action.	0.30
07/29/09	E.F.	Draft and revise complaint.	1.70
07/29/09	E.F.	Meet with Sidorsky regarding complaint.	0.30
07/29/09	BNS	Conference with E. Fisher regarding draft of UCC-3 complaint (1.2); telephone conference with J. Smolinsky regarding information regarding transfers for complaint (0.3); e-mail to R. Berkovich regarding same (0.2); review revised complaint (0.5); conference with Fisher and Cooperman regarding revisions to complaint (1.4); conference call with FTI regarding collateral valuation (0.7).	4.30
07/29/09	KLC	Office conference with B. Seidel and E. Fisher re: complaint revisions (1.4); revise complaint (11.1); draft rule 7.1 disclosure (1)	13.50
07/29/09	RS	Review draft complaint (.4); office conference with E. Fisher (.3).	0.70
07/29/09	FJC	Research re forms and rules in connection with e-filing bankruptcy adversary actions (1.1); telephone calls with court clerks re same (0.6); e-mails with case team re findings (0.2); begin collecting addresses of agents of service for defendants (3.4).	5.30
07/30/09	E.F.	Conference with Seidel re: additional comments (0.5).	0.50

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07/30/09	E.F.	Conference with Seidel re: Complaint (0.4).	0.40
07/30/09	E.F.	Meet with Cooperman regarding draft complaint.	0.50
07/30/09	E.F.	E-mails with Kramer Levin regarding revisions to complaint.	0.20
07/30/09	E.F.	Teleconference with Cooperman regarding updating UCC search.	0.20
07/30/09	E.F.	Draft and revise complaint.	1.30
07/30/09	BNS	Review revised complaint and further revise (1.4); investigate various factual allegations to confirm (0.6); conference with E. Fisher regarding additional comments (0.5); telephone conference with A. Gottfried regarding status (0.1); further attention to finalizing complaint (1.3) and conference with E. Fisher regarding same (0.4).	4.30
07/30/09	KLC	Revise complaint and caption concerning 415 defendant entities (15.2); correspondence to A. Katz re: exhibits (0.1); telephone call from A. Katz re: same (0.1); correspondence to F. Capria re: exhibits and complaint (0.1); meet with E. Fisher re: complaint (0.5); call with E. Fisher re: UCC Search (0.2).	16.20
07/30/09	RS	Review draft complaint.	0.20
07/30/09	MAP	Format Excel spreadsheet for comparison of draft complaint caption against newly circulated list of parties (4.0); review and compare party lists and remove any duplication (1.0);. format for use in body of complaint (0.2).	5.20

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07/30/09	FJC	Review complaint (0.8); prepare cover page images for exhibits thereto (0.3); prepare images of exhibits (1.0); telephone calls with court re procedure (0.2); continue research re service of process of defendants (1.5).	3.80
07/30/09	DM	Attention to analysis of members of defendant list prepare updated members group list for completion of complaint.	6.20
07/31/09	E.F.	Meet with Cooperman regarding UCC search.	0.40
07/31/09	E.F.	Call with Gottfried regarding complaint.	0.20
07/31/09	E.F.	E-mails with Weil regarding prepetition payments.	0.20
07/31/09	E.F.	E-mails with Kramer Levin regarding complaint.	0.20
07/31/09	E.F.	Review and revise 7.1 statement.	0.20
07/31/09	E.F.	Review, revise and finalize complaint.	4.40
07/31/09	E.F.	Teleconference with Seidel regarding revisions to complaint.	0.20
07/31/09	E.F.	Teleconference with Wynne regarding conflict check for complaint.	0.20
07/31/09	E.F.	Meet with Cooperman to review parties named in complaint.	1.10
07/31/09	BNS	Attention to resolution of issues and strategy regarding filing and finalization of complain vs. JPM et al (1.6); teleconference with E. Fisher re: revisions to complaint (0.2).	1.80
07/31/09	KLC	Telephone call to CSC re: UCC searches through petition date (0.3); correspondence from CSC re: search results (0.4); office conference with E.	6.00

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		Fisher re: defendants (0.4); revise complaint (3.2); meet with E. Fisher re: party names (1.1); revise 7.1 statement (0.6).	
07/31/09	FJC	Continue research re service of process on defendants (2.0); prep images of adversary complaint and corporate disclosure statement for electronic filing (0.5); electronically file same (0.6).	3.10
08/03/09	E.F.	Review FTI report regarding status of case.	0.60
08/03/09	E.F.	Conference with Seidel regarding discovery issues and depositions.	0.40
08/03/09	BNS	Telephone conference with Elizabeth McCusker regarding service of complaint on behalf of Deutsche Bank.	0.10
08/03/09	BNS	Conference with E. Fisher regarding discovery issues, depositions and inquiries from news sources.	0.40
08/03/09	KLC	Review list of defendants provided to clerk (0.3).	0.30
08/03/09	FJC	Telephone calls with court clerk re issuance of summons (0.2); put together list of all defendants and e-mail to court clerk per her instructions (0.6); repair errors and e-mail errata report to court clerk (1.0); continue research re location of agents of service for defendants (2.4).	4.20
08/04/09	E.F.	Meet with Cooperman regarding legal research concerning ratification issue.	0.20
08/04/09	E.F.	Participate in conference call with Committee.	1.50
08/04/09	KLC	Research ratification of past acts in connection with knowledge of termination statement (5.5);	5.70

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		meet with E. Fisher re: same (0.2).	
08/04/09	FJC	Continue research re defendants and agents of service for them	0.80
08/05/09	E.F.	Review results of legal research regarding ratification by JPM.	0.40
08/05/09	E.F.	Draft letter to JPM counsel regarding litigation.	0.60
08/05/09	BNS	Review draft letter to Gottfried and provide comments.	0.20
08/05/09	KLC	Research ratification of past acts in NY and DE (3.2); draft memorandum regarding ratification (1.5); review letter from E. Fisher to A. Gottfried (0.2)	4.90
08/05/09	FJC	Research re status of issuance of summons (2.0); conference call to court clerk re same (0.2); research re defendants and where to serve them (0.5).	2.70
08/06/09	E.F.	Teleconference with JPM counsel.	0.20
08/06/09	E.F.	E-mails to Seidel regarding discovery plan.	0.20
08/06/09	E.F.	Meet with Cooperman regarding discovery plan.	0.20
08/06/09	KLC	Meet with E. Fisher re: discovery plan (0.2).	0.20
08/06/09	FJC	Continue research re defendants and where to serve them	4.70
08/07/09	E.F.	Prepare for meeting regarding discovery issues.	0.20
08/07/09	FJC	Check docket re progress of listing of defendants (0.1); telephone call to court clerk re same (0.1); continue research re defendants and where to serve them (4.1).	4.30



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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/10/09	E.F.	E-mail correspondence regarding meeting with JPM counsel.	0.20
08/10/09	E.F.	Analyze need for discovery from JPM.	0.30
08/10/09	KLC	Prepare list of documents we want from JPMorgan in discovery (0.6); correspondence to E. Fisher re: same (0.1)	0.70
08/10/09	FJC	Research re case status (0.2); e-mail to E. Fisher re same (0.1); continue research re defendants and where to serve them (2.3).	2.60
08/11/09	E.F.	Meet with Cooperman regarding potential discovery issues.	0.30
08/11/09	E.F.	Meet with Seidel to prepare for meeting with JPM's counsel.	0.40
08/11/09	E.F.	Meet with Seidel and JPM's counsel regarding service and discovery issues.	0.80
08/11/09	BNS	Prepare with E. Fisher for meeting (.4); attend conference with KD&W, JPM and ML&B with E. Fisher to discuss adversary proceedings (.8).	1.20
08/11/09	KLC	Meet with E. Fisher re: JPMorgan discovery	0.30
08/11/09	FJC	Research re order in GM Bankruptcy pertaining to compensation of professionals (0.2); download same, print out and forward hard copy to B. Seidel (0.2); research re status of summons in Adversary action (0.2); e-mail to E. Fisher re same (0.2).	0.80
08/12/09	E.F.	Conference with Cooperman regarding Mayer Brown letter.	0.20
08/12/09	E.F.	Meet with Seidel regarding JPM discovery issues.	0.20

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS  
*a professional corporation*

Tax I.D. #

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T: 313 225 7000 F: 313 225 7080  
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 25, 2009

Account Number 000141216-0006

Invoice No. 8442036

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/12/09	BNS	Conference with E. Fisher to discuss meeting 8/11 with KD&W(0.2); telephone conference with J. Smolinsky (0.1).	0.30
08/12/09	KLC	Conference with E. Fisher re: Mayer Brown letter (0.2).	0.20
08/12/09	FJC	Telephone call with court clerk re status of issuance of summons (0.1); e-mail to case team re same (0.1).	0.20
08/13/09	E.F.	Finalize and send letter to Mayer Brown.	0.30
08/13/09	E.F.	Conference with Seidel regarding strategy.	0.20
08/13/09	BNS	Conference with E. Fisher regarding strategy (0.2); review letter to Mayer Brown regarding paralegal (0.1).	0.30
08/13/09	KLC	Draft letter to R. Gordon (Mayer Brown) re: discovery (0.7); review clerk's list of defendants (1.8)	2.50
08/13/09	FJC	Telephone call with court clerk re issuance of summons (0.1); e-mail to case team re same (0.1); e-mails with case team re review of defendants listed on summons (0.1); pull, print out docket and forward copy to K. Cooperman for review (0.1).	0.40
08/14/09	E.F.	Check docket and confer with Capria regarding summons.	0.20
08/14/09	KLC	Review clerk's list of defendants	0.80
08/14/09	FJC	Scan list of corrections to listing of defendants in adversary action; (0.3) forward same to court via e-mail (0.1); telephone call with clerk re same	0.50

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September 25, 2009

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Account Number 000141216-0006

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		(0.1).	
08/19/09	FJC	Telephone calls and e-mails with court clerk re corrections to listing of defendants in adversary complaint (0.3); e-mails with case team re status of same (0.1).	0.40
08/21/09	KLC	Review revised defendant list from clerk (0.7); correspondence to F. Capria and E. Fisher re: same (0.1).	0.80
08/21/09	FJC	E-mails with court clerk re completion of docket (0.1); print out docket and forward to K. Cooperman (0.1); e-mails with case team re completion of docket (0.1).	0.30
08/24/09	E.F.	Prepare discovery plan.	0.40
08/24/09	E.F.	Meet with Seidel regarding call with JPM.	0.20
08/24/09	E.F.	Meet with Cooperman regarding summons.	0.10
08/24/09	E.F.	Call with Callogy regarding JPM discovery.	0.20
08/24/09	BNS	Conferences with E. Fisher regarding discovery plan and telephone call with J. Callagy.	0.20
08/24/09	KLC	Meet with E. Fisher re: summons (0.1).	0.10
08/25/09	E.F.	Meet with Seidel regarding status of litigation.	0.30
08/25/09	E.F.	Draft status update.	0.40
08/25/09	BNS	Meet with Fisher re: status of litigation (0.3).	0.30
08/25/09	FJC	Download summons and print out hard copies of same and distribute to case team (0.1); e-mails with case team re summons and service of summons and complaint (0.2).	0.30
08/26/09	E.F.	Teleconference with Sandell Management	0.40

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		regarding status of litigation.	
08/26/09	E.F.	Draft status update for Committee.	0.40
08/26/09	E.F.	Draft discovery requests.	0.50
08/26/09	BNS	Review e-mails drafted by E. Fisher regarding lawsuit vs. JPM.	0.30
08/27/09	E.F.	E-mail with Callagy regarding discovery issues.	0.20
08/27/09	E.F.	Research regarding timing of third-party discovery.	0.30
08/27/09	E.F.	Conference with Seidel regarding discovery plan and strategy.	0.20
08/27/09	BNS	Conference with E. Fisher regarding discovery plan and strategy (.2); review e-mails regarding same (.1).	0.30
08/28/09	E.F.	Conference with B. Seidel re: creditor request (0.1).	0.10
08/28/09	E.F.	Meet with Cooperman regarding discovery to JPM and Mayer Brown.	0.80
08/28/09	BNS	Conference with E. Fisher regarding creditor request to file amicus brief (.1).	0.10
08/28/09	KLC	Office conference with E. Fisher re: Mayer Brown discovery	0.80
08/31/09	E.F.	E-mails regarding update to Committee concerning litigation status.	0.20
08/31/09	KLC	Draft Mayer Brown discovery request	0.70
<b>TOTAL HOURS</b>			<b>310.80</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443647

Account Number 000141216-0001

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2009

RE: GENERAL ADVICE

Professional Services			
Timekeeper			Total

Shareholder			
Barry N. Seidel	0.10	hours at \$725.00	\$72.50
Total For Shareholder	0.10		\$72.50

Disbursements	
Description	Total
Copies	\$5.04
<b>Total Disbursements</b>	<b>\$5.04</b>

<b>Current Fees:</b>	<b>72.50</b>
<b>Current Disbursements:</b>	<b>5.04</b>
<b>Total Current Invoice:</b>	<b>77.54</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443647

Account Number: 000141216-0001

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: GENERAL ADVICE**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/29/09	BNS	Telephone conference with Ron Francisente regarding wife's pension claims.	0.10
<b>TOTAL HOURS</b>			<b>0.10</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443649

Account Number 000141216-0002

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2009

RE: RETENTION OF BUTZEL LONG

Professional Services				
Timekeeper				Total
Associate				
Katie L. Cooperman	2.00	hours at	\$385.00	\$770.00
Total For Associate	2.00			\$770.00
Paralegal II				
Frederick Capria	1.60	hours at	\$235.00	\$376.00
Total For Paralegal II	1.60			\$376.00

Current Fees:	1,146.00
Current Disbursements	0.00
Total Current Invoice:	1,146.00

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443649

Account Number: 000141216-0002

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: RETENTION OF BUTZEL LONG**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/29/09	FJC	Courtlink research re GM Bankruptcy docket (.4)	0.40
09/30/09	KLC	Draft supplement to Seidel Declaration re: Deutsche Bank (1.5); review Butzel retention affidavit re: same (0.2); review Seidel original declaration (0.3).	2.00
09/30/09	FJC	Continue research re supplemental affirmations concerning retention of professionals (.8); download selected examples of same (.3); e- mail images to K. Cooperman (.1).	1.20
<b>TOTAL HOURS</b>			<b>3.60</b>



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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443652

Account Number 000141216-0004

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: CONFLICT ISSUES**

Professional Services			
Timekeeper			Total

Shareholder			
Barry N. Seidel	0.20	hours at \$725.00	\$145.00
Total For Shareholder	0.20		\$145.00

<b>Current Fees:</b>	<b>145.00</b>
<b>Current Disbursements</b>	<b>0.00</b>
<b>Total Current Invoice</b>	<b>145.00</b>

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443652

Account Number: 000141216-0004

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: CONFLICT ISSUES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/11/09	BNS	Attention to representing Committee with regard to motion regarding settlement with Ace Insurance.	0.20
<b>TOTAL HOURS</b>			<b>0.20</b>

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October 15, 2009

Invoice No. 8443653

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2009

RE: BUTZEL LONG FEE APPLICATIONS

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	2.00	hours at	\$525.00	\$1,050.00
Barry N. Seidel	2.10	hours at	\$725.00	\$1,522.50
Total For Shareholder	4.10			\$2,572.50
Associate				
Katie L. Cooperman	25.00	hours at	\$385.00	\$9,625.00
Total For Associate	25.00			\$9,625.00
Paralegal II				
Frederick Capria	14.60	hours at	\$235.00	\$3,431.00
Total For Paralegal II	14.60			\$3,431.00

Disbursements	
Description	Total
Copies	\$21.60
Total Disbursements	\$21.60

Current Fees:	15,628.50
Current Disbursements:	21.60
Total Current Invoice:	15,650.10

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October 15, 2009

Invoice No. 8443653

Account Number: 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: BUTZEL LONG FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/03/09	E.F.	Review order entered by court concerning fees.	0.20
09/10/09	E.F.	Conference with Seidel regarding monthly fee statements.	0.10
09/10/09	BNS	Conference with E. Fisher (.1) and F. Capria (.2) regarding monthly statements and process.	0.30
09/10/09	FJC	Meeting with E. Fisher re fee requests (.1); meeting with B. Seidel re same (.2).	0.30
09/11/09	E.F.	Conference with Seidel regarding monthly fee statements.	0.10
09/11/09	BNS	Conference with E. Fisher regarding monthly statements (.1); follow-up e-mail to F. Capria (.1).	0.20
09/11/09	KLC	Review fee order (.1); calendar dates (.2); telephone call with F. Capria re: same (.1).	0.40
09/11/09	FJC	Print out order re compensation and review same (.4); telephone call with K. Cooperman re submission of fee request (.1); research on court's website re forms for fee requests (.2); download images of same (.1).	0.80
09/14/09	FJC	Begin drafting of fee application.	1.40
09/15/09	KLC	Revise proformas re: fee statement preparation.	2.10

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**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: BUTZEL LONG FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/16/09	KLC	Revise proforma (1); office conference with Capria re: same (0.1); correspondences to E. Fisher re: same (0.3); correspondence to K. Herrick re: fee revisions (0.1); telephone calls with K. Herrick re: same (0.2); correspondence to R. Sidorsky re: fee revision (0.1); correspondence to B. Seidel re: same (0.1); correspondence to E. Fisher re: same (0.1).	2.00
09/16/09	FJC	Meeting with K. Cooperman re billing (.1); go over time charges and edit where necessary (.7).	0.80
09/17/09	KLC	Correspondences to and from K. Herrick re: proforma revisions (0.2); discuss same with K. Herrick (0.2); review revised proforma (0.8).	1.20
09/21/09	KLC	Correspondence to F. Capria re: monthly statement.	0.10
09/21/09	FJC	Continue draft of monthly statement re interim compensation(1.1); draft of application for interim compensation (.7).	1.80
09/22/09	E.F.	Conference with Capria and Cooperman regarding fee application.	0.20
09/22/09	KLC	Conference with Capria and Fisher regarding fee application.	0.20
09/22/09	KLC	Review draft monthly statement (0.5); review	2.50

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October 15, 2009

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Account Number 000141216-0005

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**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: BUTZEL LONG FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		order re: interim compensation (0.3); revise monthly statement (1.5); discuss same with F. Capria (0.1); correspondence to E. Fisher re: same (0.1).	
09/22/09	FJC	Conference with Cooperman and Fisher regarding fee application.	0.20
09/22/09	FJC	Continue to draft application for compensation (1.7); discuss with K. Cooperman re revisions to draft monthly statement (.1); revise draft monthly statement (1.7).	3.50
09/23/09	E.F.	Review draft fee statement and conference with Cooperman regarding revisions.	0.40
09/23/09	KLC	Office conference with E. Fisher re: monthly statement(.4); telephone calls to accounting re: same (.2); review back up documentation for overtime expenses (0.1); review US trustee guidelines for fee statements (1).	1.70
09/24/09	E.F.	Review fee statement (.2); conference with Cooperman regarding same (.1).	0.30
09/24/09	KLC	Revise monthly statement (1); conference with E. Fisher re: same (.1); review Exhibit A to trustee guidelines (.3); telephone calls to K. Herrick (Accounting) re: same (.3).	1.70

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**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: BUTZEL LONG FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/24/09	FJC	Continue drafting application for payment of fees and reimbursement of expenses.(1.7).	1.70
09/25/09	E.F.	Review and revise monthly fee statement (.2); conference with Cooperman and Seidel regarding same (.5).	0.70
09/25/09	BNS	Review draft fee statement (.7); conference with E. Fisher and K. Cooperman regarding fee statement (.5).	1.20
09/25/09	KLC	Correspondence from E. Fisher re: monthly statement (.1); correspondence from B. Seidel re: same (.1); office conference with E. Fisher and B. Seidel re: same (.9); telephone calls to accounting re: same (.6); review form monthly statement (1.4); revise monthly statement cover letter (1); revise monthly statement enclosures (4); review and reconcile back up documentation re: expenses (.3); correspondences from accounting re: same (.3); telephone call with F. Capria re: monthly statement (.4); meeting with F. Capria re: same (.5).	8.80
09/25/09	FJC	Telephone call with K. Cooperman re revisions to monthly statement (.4); meeting with Cooperman re same (.5); revise monthly statement and forward revisions to case team	2.10

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October 15, 2009

Invoice No. 8443653

Account Number 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: BUTZEL LONG FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		(1.2).	
09/27/09	KLC	Revise monthly statement enclosures (2.4); correspondence to E. Fisher and B. Seidel re: same (.2).	2.60
09/28/09	KLC	Correspondences to F. Capria re: monthly statement (.2); correspondences from F. Capria re: same (.1).	0.30
09/28/09	FJC	E-mails with K. Cooperman re updates to monthly statement (.1); telephone calls to W. Kohler re additional information needed for statement (.1); edit statement (.3); download, revise, and save fee documents to system (.4).	0.90
09/29/09	BNS	Review of finalized monthly fee statement (.3) and discuss with K. Cooperman (.1).	0.40
09/29/09	KLC	Telephone call with F. Capria re: monthly statement (.1); coordinate monthly statement distribution (.1); correspondence from E. Fisher re: same (.1); revise monthly statement (.9); correspondence to B. Seidel re: same (.1); correspondence to Accounting re: same (.1).	1.40
09/29/09	FJC	Check arithmetic on all entries of Monthly Statement (1.); telephone call with K. Cooperman re same (.1).	1.10



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October 15, 2009

Invoice No. 8443653

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2009

RE: BUTZEL LONG FEE APPLICATIONS

TOTAL HOURS

43.70

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443656

Account Number 000141216-0006

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2009

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	12.10	hours at	\$525.00	\$6,352.50
Barry N. Seidel	1.10	hours at	\$725.00	\$797.50
Total For Shareholder	13.20			\$7,150.00
Associate				
Katie L. Cooperman	17.80	hours at	\$385.00	\$6,853.00
Total For Associate	17.80			\$6,853.00
Paralegal II				
Frederick Capria	1.80	hours at	\$235.00	\$423.00
Total For Paralegal II	1.80			\$423.00

Disbursements	
Description	Total
Copies	\$4.14
Computer Research	\$338.45
EPIQ Charges	\$360.10
<b>Total Disbursements</b>	<b>\$702.69</b>

<b>Current Fees:</b>	<b>14,426.00</b>
<b>Current Disbursements:</b>	<b>702.69</b>
<b>Total Current Invoice:</b>	<b>15,128.69</b>

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October 15, 2009

Account Number: 000141216-0006

Invoice No. 8443656

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/01/09	E.F.	E-mails with Seidel and Kramer Levin regarding status of litigation.	0.20
09/01/09	KLC	Draft discovery request for Mayer Brown (1.5); review term loan agreement as amended in connection with discovery request (1.6).	3.10
09/02/09	E.F.	Prepare for call with committee, including review of Evercore and FTI report and information regarding status of litigation.	0.70
09/02/09	E.F.	Participate in GM Committee call, including update to Committee regarding litigation.(2.6).	2.60
09/02/09	E.F.	Meet with Seidel concerning update to Committee.	0.20
09/02/09	BNS	Meeting with Fisher concerning Committee call (.2); participate in Committee call (.4).	0.60
09/02/09	KLC	Revise document requests for mayer brown.	0.60
09/03/09	E.F.	Meet with Cooperman regarding discovery from JPM and related issues.	0.40
09/03/09	E.F.	Teleconference with JPM counsel/Callagy regarding service of complaint and discovery.	0.30

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ATTORNEYS AND COUNSELORS

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 15, 2009

Invoice No. 8443656

Account Number 000141216-0006

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2009**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/03/09	KLC	Correspondence to E. Fisher re: fee order (.1); office conference with E. Fisher re: Mayer Brown discovery (.4).	0.50
09/04/09	E.F.	Draft letter to court.	0.90
09/04/09	KLC	Correspondence from E. Fisher re: Kelly Drye letter; review letter.	0.10
09/08/09	E.F.	Finalize letter to Court.	0.20
09/08/09	E.F.	Memorandum to Committee regarding approval of letter to Court.	0.20
09/08/09	BNS	Review E. Fisher e-mail to BJ Gerber regarding amicus briefs.	0.10
09/10/09	E.F.	E-mails to Williams and Sharrett regarding clearing potential conflict issue.	0.30
09/10/09	FJC	Assist P. Phonetheva with filing of papers.	0.20
09/11/09	E.F.	Revise Callagy letter.	0.20
09/11/09	E.F.	Review rules regarding deadline for service.	0.10
09/14/09	E.F.	Legal research regarding motion to extend time to serve summons and complaint.	0.80
09/14/09	BNS	Review E. Fisher draft of letter to Callagy regarding service, etc. and suggest comments.	0.20
09/14/09	KLC	Review email from E. Fisher re: committee and Callagy letter.	0.20

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09/15/09	E.F.	Meet with Cooperman regarding Rule 4(m) motion.	0.40
09/15/09	KLC	Meet with Fisher regarding Rule 4(m) motion.	0.40
09/16/09	E.F.	Teleconference with Mason Capital regarding summons and complaint.	0.30
09/16/09	E.F.	Teleconference with DB regarding summons and complaint.	0.30
09/16/09	E.F.	Letter and memorandum to Committee regarding discovery issues.	1.80
09/16/09	E.F.	E-mail with Seidel regarding adversary proceeding.	0.10
09/16/09	BNS	Consider e-mail message from V&E regarding adversary proceeding and e-mail with E. Fisher regarding same.	0.10
09/17/09	E.F.	E-mails with defendants regarding service of summons.	0.20
09/17/09	E.F.	E-mails with Committee members regarding discovery strategy.	0.20
09/17/09	E.F.	Finalize and send letter to Callagy.	0.10
09/17/09	KLC	Research courts extension of time to serve (.8); review local rules re: notice of motion (.2).	1.00

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09/17/09	FJC	E-mails with K. Cooperman re assignment (.1); Courtlink and Pacer research re motions for extension of time for service of process (.7); download images of court filings and forward same to Cooperman via e-mail (.1).	0.90
09/18/09	KLC	Review correspondences from J. Hoffman (creditors committee) re: motion to extend time to serve.	0.20
09/18/09	KLC	Review letter from E. Fisher to J. Callagy.	0.10
09/18/09	KLC	Research motion to extend time for service under Rule 6b (1); review form motion to extend time to serve (.5); review local bankruptcy rules for SDNY re: order on presentment (1).	2.50
09/20/09	KLC	Draft motion to extend time to serve (1.1); correspondence to E. Fisher re: Rule 4m (.1).	1.20
09/21/09	E.F.	Review draft motion regarding service of summons and complaint (.6); meet with Cooperman regarding initial disclosures and motion regarding service (.3).	0.90
09/21/09	KLC	Continue drafting motion to extend time to serve (5.6); correspondences to E. Fisher re: same (.1); draft notice for same motion (.8); draft order for same motion (1); office conference with E. Fisher re: motion and disclosures (.3); correspondences to F. Capria re: cases for motion (.1).	7.90

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09/21/09	FJC	Westlaw and Pacer research: pull cases and orders re extension of time for service of process.	0.70
09/23/09	E.F.	E-mail correspondence concerning discovery schedule.	0.20
09/24/09	E.F.	Review proposed scheduling order.	0.20
09/24/09	E.F.	E-mail with Seidel regarding scheduling discovery.	0.10
09/24/09	BNS	Consider E. Fisher e-mail regarding scheduling discovery.	0.10
09/30/09	E.F.	E-mail correspondence with JPM counsel regarding discovery issues.	0.20
<b>TOTAL HOURS</b>			<b>32.80</b>